



## Union Tank Car Company

225 West Washington Street  
Chicago, Illinois 60606  
312/372-9500

RECORDATION NO. 7949-8 FILED 1425

November 24, 1992

DEC 1 1992-3 30 PM  
INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 7949-8  
DEC 1 1992-3 30 PM  
INTERSTATE COMMERCE COMMISSION  
2-336A038

Interstate Commerce Commission  
12th St. & Constitution Ave., N.W.  
Washington, DC 20423

Attn: Ms. Mildred R. Lee  
Room 2303

Re: Equipment Trust Agreement (Series 12)  
Recordation No. 7949

Dear Ms. Lee:

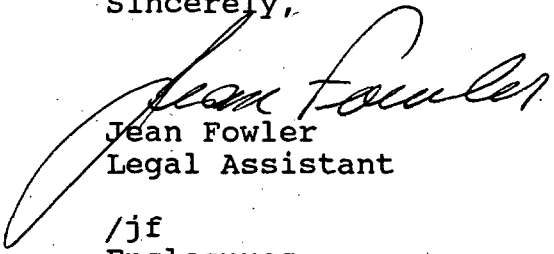
Enclosed are the original and two certified copies of the Eighth Supplemental Equipment Trust Agreement dated as of July 31, 1992, between Union Tank Car Company and Pittsburgh National Bank, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$32 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5457.

Thank you.

Sincerely,

  
Jean Fowler  
Legal Assistant

/jff  
Enclosures

7949-0  
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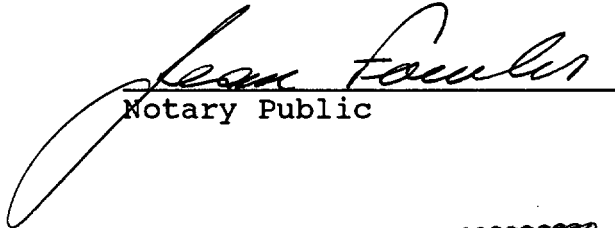
INTERSTATE COMMERCE COMMISSION

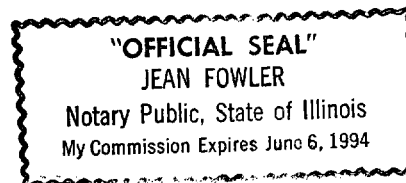
STATE OF ILLINOIS)  
 )  
COUNTY OF COOK )

CERTIFICATE

The undersigned, Jean Fowler, a Notary Public in and for said County and State, hereby states that she has compared the attached copy of the Bill of Sale dated November 9, 1992 with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In Witness Whereof, the undersigned has set her hand and seal this 24th day of November, 1992.

  
Notary Public



BILL OF SALE

PITTSBURGH NATIONAL BANK  
as Trustee under Equipment Trust Agreement  
Dated as of June 1, 1975  
(Series 12)

to  
UNION TANK CAR COMPANY

RECORDATION NO 7949-0 FILED 1425

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INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that Pittsburgh National Bank, as Trustee under that certain Equipment Trust Agreement ("Agreement") dated as of June 1, 1975, by and between Trustee and Union Tank Car Company ("Company"), in consideration of the conveyance to Trustee of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and other compliance by Company with the terms of the Agreement, and particularly Section 5.06 thereof with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, does hereby sell, assign, transfer, set over and deliver unto Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by Company to Trustee pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto, hereby warranting that such Equipment is free and clear from all liens and encumbrances of Trustee.

TO HAVE AND TO HOLD the said Equipment unto Company and its successors and assigns forever.

THIS BILL OF SALE releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, Trustee has caused this instrument to be duly executed by a proper corporate officer hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, as of November 9, 1992.

PITTSBURGH NATIONAL BANK

By: [Signature]

(CORPORATE SEAL)

Attest:

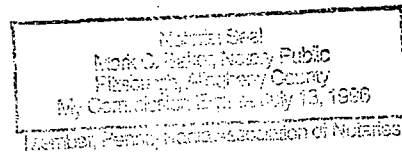
[Signature]  
Its TRUST OFFICER

STATE OF PENNSYLVANIA)

COUNTY OF *Allegheny*)

On this 9 day of November, 1992, before me, a Notary Public in and for said State and County, personally appeared R E SANST and Amy R Howcroft, to me personally known, who being by me duly sworn did say that they are, respectively, Vice Pres and Trust Officer of Pittsburgh National Bank, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by prior authority; and said persons acknowledge that the execution of the foregoing instrument was the free act and deed of said Bank.

  
Notary



RUN DATE: 07/31/92

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
SCHEDULE B - DESCRIPTION OF EQUIPMENT TRUST

PROGRAM ACIB1027

FOR SUBSTITUTION - TERMINATED CARS

CERTIFICATE TRUST SERIES: R012

A.A.R. CAPACITY

MECHANICAL

IN

DESIG. CODE

GALLONS

ROAD NUMBERS

QUANTITY

4	GONC	4,000	CN 199322,CN 199360,CN 199409,CN 199466
5	TM	13,500	72632,72646,72667,72677,72684
2	TM	17,000	72479,72540
3	TM	20,000	127,46116,57955
6	TM	23,000	58201,58209,58216,58219,72610,72812
2	TM	23,500	72825,72882
2	TM	26,000	57951,57957
1	TMT	22,800	73833
2	TP	17,300	28689,28696
1	TP	25,500	28497

28 TOTAL